

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

Glance Technologies Inc. (the "Issuer")
1820 – 925 West Georgia Street
Vancouver, BC V6C 3L2

Item 2: Date of Material Change

February 24, 2017

Item 3: News Release

The news release attached as Schedule "A" hereto was issued and disseminated on February 25, 2017 and filed to SEDAR (www.sedar.com) for the material change which occurred on February 24, 2017. A copy of the news release is attached as Schedule "A" hereto.

Item 4: Summary of Material Change

On February 24, 2017, the Issuer closed a non-brokered private placement by the issuance of 2,669,665 units at an issue price of \$0.18 per unit (the "Unit"), with each Unit consisting of one common share and one half of a warrant. Each full warrant entitles the holder to acquire one additional common share at a price of \$0.33, for a period of 24 months.

Item 5: Full Description of Material Change

See the news release attached as Schedule "A" hereto.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

None

Item 8: Executive Officer

Desmond Griffin, CEO and a Director
Telephone: 1-888-270-0033

Item 9: Date of Report

February 28, 2017

SCHEDULE "A"



1820-925 West Georgia St.
Vancouver, BC V6C 3L2
Stock Exchange: **CSE**
Symbol: **GET**

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Glance Technologies Announces Closing of its Non-Brokered Private Placement

February 25, 2017 – Vancouver, B.C. – Glance Technologies Inc. (CSE:GET.CN / FKT:GJT / OTCQB: GLNNF) is pleased to announce that on February 24, 2017 it closed its non-brokered private placement announced on January 25, 2017 for total gross proceeds of \$480,540.

Pursuant to the closing of the private placement, Glance issued an aggregate of 2,669,665 units at an issue price of \$0.18 per unit (the "Unit"), with each Unit consisting of one common share and one half of a warrant. Each full warrant entitles the holder to acquire one additional common share at a price of \$0.33, for a period of 24 months.

Glance paid cash finder's fees of \$23,263 and issued 84,800 finder's warrants ("Finder's Warrants") to various finders in relation to the private placement. Each Finder's Warrant entitles the holder thereof to acquire one common share at a price of \$0.18 per share for a period of 12 months from the closing date of the private placement. The amount paid to the finders is equal to 8% of the gross proceeds raised from the applicable subscriptions.

Glance plans to use the proceeds of the private placement to fund the continued expansion of its Glance Pay app and for general corporate working capital purposes. The securities issued pursuant to the private placement new issue are subject to a holding period of four months and one day.

This press release does not constitute an offer to sell or a solicitation of an offer to buy securities in the United States. The securities referenced herein have not been and will not be registered under the Securities Act of 1933, as amended, or any state securities laws and may not be offered or sold in the United States except in compliance with one or more exemptions from the registration requirements of the Securities Act of 1933 and applicable state securities laws.

About Glance Technologies Inc.

Glance Technologies owns and operates Glance Pay, a streamlined payment system that allows customers to pay their restaurant bill instantly with their mobile device and that combines in app messaging with social media marketing. Glance Pay revolutionizes how smartphone users choose where to dine, settle their restaurant bills, access their payment records and interact with their favourite restaurants. Glance Pay intends to become the industry standard as one of the four pillars in restaurant payments, beside credit cards, debit cards and cash. Glance is building a valuable network of restaurants and consumers, and offers targeted in app marketing, customer feedback, in restaurant messaging, custom rewards programs, search

engine optimization and social media promotions and management for restaurants. For more information about Glance, please go to **Glance Technology's website**.

For more information, contact:

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The Canadian Securities Exchange has not approved or disapproved of the contents of this press release.